

ORIGINAL

INTERVENTION



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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

DOCKETED

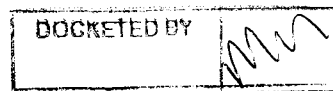
JUN 22 2010

COMMISSIONERS

Kristin K. Mayes
Gary Pierce
Paul Newman
Sandra D. Kennedy
Bob Stump

2010 JUN 22 P 3:48

AL CORP COMMISSION
DOCKET CONTROL



IN THE MATTER OF THE JOINT NOTICE AND)
APPLICATION OF QWEST CORPORATION,)
QWEST COMMUNICATIONS COMPANY, LLC,)
QWEST LD CORP., EMBARQ)
COMMUNICATIONS, INC D/B/A EMBARQ)
PAYPHONE SERVICES, INC. D/B/A/)
CENTURYLINK, AND CENTURYTEL)
SOLUTIONS, LLC FOR APPROVAL OF THE)
PROPOSED MERGER OF THEIR PARENT)
CORPORATION QWEST COMMUNICATIONS)
INTERNATIONAL INC. AND CENTURYTEL,)
INC.)

DOCKET NOS. T-01051B-10-0194
T-02811B-10-0194
T-04190A-10-0194
T-20443A-10-0194
T-03555A-10-0194
T-03902A-10-0194

APPLICATION TO INTERVENE

Pursuant to Rule 14-3-105 of the Arizona Corporation Commission Rules of Practice and Procedure, 360networks (USA) inc. ("360networks") hereby requests to intervene in the above-captioned docket. In support of its petition, 360networks states as follows:

1. The name and address of the Petitioner is:

360networks (USA) inc.
370 Interlocken Blvd., Suite 600
Broomfield, Colorado 80021

2. 360networks is certificated to provide local exchange and intrastate interexchange services in Arizona.

3. 360networks competes with and obtains interconnection and related services and facilities from Qwest Corporation ("Qwest") in the provision of 360networks' telecommunications services. 360networks maintains interconnection agreements with Qwest in its capacity as an incumbent local exchange carrier, entered into pursuant to sections 251 and 252 of the Communications Act of 1934, as amended by the Telecommunications Act of 1996, Pub. L. 104-104, 110 Stat. 56, 47 U.S.C. Sections 151 *et seq.* (the "Act") or the "1996 Act").

4. 360networks has a substantial interest in the proposed transfer of control of Qwest to CenturyLink, Inc. Qwest is the largest incumbent local exchange carrier in Arizona.

360networks relies on interconnection with and related services and facilities obtained from Qwest to offer and provide service to 360networks' customers in Qwest's service territory. 360networks seeks to participate in this proceeding to ensure that the proposed transaction will not adversely impact competition in Arizona or 360networks' rights and ability to obtain the interconnection and related services and facilities it needs to provide its telecommunications services.

5. 360networks' intervention and participation in this docket will not broaden or delay the proceedings.

6. 360networks' interests will not be adequately represented by any other party participating in this proceeding and participation by 360networks will advance the public interest by assisting the Commission in developing a factual record on which the application may be evaluated.

7. If 360networks' application is granted, pleadings and other communications should be sent to:

Michel Singer Nelson
360networks (USA) inc.
370 Interlocken Blvd., Ste. 600
Broomfield, Colorado 80021
Telephone: 303.854.5513
Facsimile: 303.854.5100
Email: mnelson@360.net

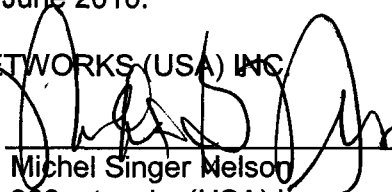
Penny Stanley
360networks (USA) inc.
370 Interlocken Blvd., Ste. 600
Broomfield, Colorado 80021
Telephone: 303.854.5041
Facsimile: 303.854.5041
Email: penny.stanley@360.net

WHEREFORE, 360networks requests that the Arizona Corporation Commission issue an order granting 360networks' request for intervention.

RESPECTFULLY SUBMITTED this 24th day of June 2010.

360NETWORKS (USA) INC.

By:



Michel Singer Nelson
360networks (USA) inc.
370 Interlocken Blvd., Ste. 600
Broomfield, Colorado 80021

Copy of the foregoing mailed this 21st of June 2010 to:

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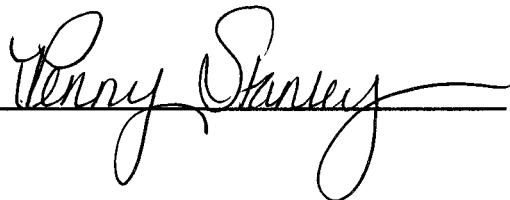
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By:

A handwritten signature in cursive script, reading "Penny Stanley", written over a horizontal line.